

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF OHIO
EASTERN DIVISION**

In re:)	
)	Chapter 11
)	
VOLUNTEER ENERGY SERVICES, INC.,)	Case No. 22-50804
)	
Debtor. ¹)	Judge C. Kathryn Preston
)	

DEBTOR'S AMENDED WITNESS AND EXHIBIT LIST FOR APRIL 7, 2022 HEARING

Volunteer Energy Services, Inc., the debtor and debtor in possession (the "Debtor") in the above-captioned chapter 11 case (the "Chapter 11 Case"), files its amended witness list and exhibit list for the hearings scheduled for April 7, 2022, at 1:30 p.m. (the "Hearing").

Witness List

NAME & ADDRESS	SYNOPSIS OF TESTIMONY
David Warner Chief Financial Officer Volunteer Energy Services, Inc. 790 Windmill Drive Pickerington, Ohio 43147	<p>Mr. Warner may be called to testify regarding the Debtor's payroll, issues relating to the current payroll administrator, and all matters within his knowledge relevant to the Payroll Motion.²</p> <p>Mr. Warner may also be called to testify regarding all matters pertaining to the Debtor's business operations, the Debtor's assets and debts, the Debtor's contracts with its customers, the need for an expedited sale process, the prepetition sale efforts of the Debtor, the current sale proposal before the Court, and all other matters relevant to the Sale Motion.</p>

¹ The last four digits of the Debtor's federal tax identification are (2693), and the address of the Debtor's corporate headquarters is 790 Windmill Drive, Pickerington, Ohio 43147.

² As used herein, the term "Payroll Motion" means the *Debtor's Renewed Motion for Entry of an Order Authorizing the Debtor to Reimburse Its Payroll Administrator for Prepetition Payments Made to the Debtor's Employees* (Doc. 115), and the term "Sale Motion" means the *Debtor's Expedited Motion for Entry of an Order (I) Authorizing and Approving a Private Sale of Certain of the Debtor's Customer Contracts Free and Clear of All Liens, Claims, Interests, and Encumbrances; (II) Authorizing the Assumption and Assignment of Certain of the Debtor's Customer Contracts; (III) Waiving the 14-Day Stays Imposed Under Bankruptcy Rules 6004(h) and 6006(d); and (IV) Granting Related Relief* (Doc. 95).

NAME & ADDRESS	SYNOPSIS OF TESTIMONY
Thomas Buck Senior Managing Director B. Riley Advisory Services 299 Park Ave., 21st Floor New York, New York 10171	Mr. Buck may be called to testify regarding communications with the Debtor's current payroll administrator, the debtor's efforts to obtain an alternative payroll administrator, and all other matters contained in the Buck Payroll Declaration (as defined below) or otherwise relevant to the Payroll Motion. Mr. Buck may also be called to testify regarding the Debtor's business operations, the Debtor's assets and debts, the Debtor's contracts with its customers, the need for an expedited sale process, the prepetition sale efforts of the Debtor, the current sale proposal before the Court, all matters contained in the Buck Sale Declaration (as defined below), and all other matters relevant to the Sale Motion.
Jodi Lutz Direct Energy LP, a subsidiary of NRG Energy, Inc. Senior Manager Regional Operations 106 N. High Street Dublin, Ohio 43017	Ms. Lutz may be called to testify regarding NRG Retail LLC's (the " <u>Purchaser</u> ") and its parent company, NRG Energy Inc.'s, businesses and prior sale transactions. Ms. Lutz may also be called to testify regarding the sale process, the Purchaser's adequate assurance of future performance, and all other matters contained in the Lutz Declaration (as defined below).

The Debtor reserves the right to (1) cross-examine any witnesses called by any other party; (2) call any witnesses identified on any other party's witness list; (3) call additional witnesses that may be necessary for impeachment or rebuttal purposes; and (4) call any foundation witnesses required to authenticate or lay the foundation for any documentary evidence.

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Exhibit List³

DESIGNATION	DESCRIPTION	IDENTIFIED	ADMITTED
Debtor's Exhibit 1	Declaration of David Warner in Support of Chapter 11 Petition (Doc. 26)		
THE PAYROLL MOTION			
Debtor's Exhibit 2	Declaration of Thomas Buck in Support of the Payroll Motion (the " <u>Buck Payroll Declaration</u> ") (Ex. B to the Payroll Motion, Doc. 115)		
Debtor's Exhibit 3	April 5, 2022 E-mail from Paylocity representative (Ex. 1 to Buck Payroll Declaration, Doc. 115)		
Debtor's Exhibit 4	Paylocity Contract (Ex. 2 to Buck Payroll Declaration, Doc. 115)		
Debtor's Exhibit 5	April 5, 2022 E-mail from ADP representative (Ex. 3 to Buck Payroll Declaration, Doc. 115)		
THE SALE MOTION			
Debtor's Exhibit 6	Declaration of Thomas Buck in Support of the Sale Motion (the " <u>Buck Sale Declaration</u> "), as amended on April 7, 2022 (Ex. B-1 to Doc. 142)		
Debtor's Exhibit 7	The Asset Purchase Agreement (the " <u>APA</u> ") (Doc. 103) ⁴		
Debtor's Exhibit 8	The PUC Notice (Ex. C. to the Sale Motion, Doc. 95)		

³ Electronic copies of exhibits filed on the Court's docket in this Chapter 11 Case may be obtained free of charge from the Debtor's claims and noticing agent in this Chapter 11 Case, by visiting the website <https://dm.epiq11.com/volunteerenergy.com>, or through the Court's PACER system, at www.pacer.gov, upon payment of the associated fees. Any parties experiencing difficulty in accessing exhibits will be provided with courtesy copies upon written notice to the Debtor.

⁴ Due to the size of the document, in an effort to preserve estate resources, the version of the APA introduced at the Hearing will exclude Schedule 2.07(b) to the APA. Schedule 2.07(b) is a 523-page initial list of the Customer Accounts (and certain information related to each account) subject of the sale contemplated under the APA. The Debtor submits that including such schedule in the paper copy of the APA introduced as an exhibit would not assist the Debtor (or any other party in interest) with any evidentiary presentation at the Hearing, and that the Court will be able to consider the propriety of the Sale Motion without Schedule 2.07(b) included in the exhibit. Schedule 2.07(b) is available for any party to review in the version of the APA filed on the Court's docket.

DESIGNATION	DESCRIPTION	IDENTIFIED	ADMITTED
Debtor's Exhibit 9	Declaration of Jodi Lutz in Support of Sale Motion (the " <u>Lutz Declaration</u> ") (Doc. 136)		
	Any exhibit designated by any other party.		
	Any pleadings or other documents filed with the Court related to the Payroll Motion or the Sale Motion.		
	Rebuttal and demonstrative exhibits as necessary.		

Dated: April 7, 2022
Columbus, Ohio

Respectfully submitted,

/s/ Philip K. Stovall

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